



FRAS-LE S.A.

Publicly Held Company with Authorized Capital

CNPJ No. 88.610.126/0001-29

NIRE 43.300.004.350

MATERIAL FACT

FRAS-LE S.A. ("Company") in compliance with the pursuant to Resolution of the Brazilian Securities and Exchange Commission ("CVM") No. 44 of August 23, 2021, as amended, and Law No. 6,404 of December 15, 1976, as amended, hereby informs its shareholders and the market that the Company's Board of Directors approved at a meeting held, on this date, the Company's sixth (6th) issuance of simple debentures, not convertible into shares, on an unsecured basis, in up to 2 (two) series, with the first series maturing in 5 (five) years and the second series maturing in 7 (seven) years, both with a unit par value of R\$1,000.00 (one thousand reais), totaling the amount of R\$500,000,000.00 (five hundred million Brazilian reais) ("Debentures" and "Issuance", respectively), whose terms and conditions will be set forth in the deed of issuance to be executed in due course. The Debentures will be issued pursuant to the "*Private Deed of the 6th (Sixth) Issuance of Simple, Non-Convertible, Unsecured Debentures, in up to 2 (Two) Series, for Public Distribution, under the Automatic Distribution Registration Regime, of Fras-Le S.A.*" executed on this date by and between the Company and Oliveira Trust Distribuidora de Títulos e Valores Mobiliários S.A., as fiduciary agent representing the Debenture holders (the "Indenture").

The Debentures will be the subject of a public distribution under the automatic distribution registration regime, pursuant to CVM Resolution No. 160, dated July 13, 2022, as amended, following the filing, in due course, of the request for registration of the public offering of the Debentures with the CVM.

The net proceeds from the Issuance will be used by the Company to reinforce cash and for liability management, including to pay amounts arising from the optional full early redemption of the Company's debentures of the 3rd issuance (FRAS13) and the 4th issuance (FRAS14). In addition, the Debentures' Unit Par Value, or the outstanding balance thereof, will bear remuneration corresponding to the accumulated variation of 100% (one hundred percent) of the one-day Interbank Deposit (DI) average daily rates, "over extra-group," expressed as a per annum percentage, calculated and disclosed daily by B3 S.A. – Brasil, Bolsa, Balcão ("B3"), plus a spread of **(i)** 0.75% (seventy-five basis points) per annum, on a 252 Business Day basis, for the First Series Debentures; and **(ii)** 0.80%



(eighty basis points) per annum, on a 252 Business Day basis, for the Second Series Debentures.

Further information regarding the Issuance can be found in the Indenture available on the Company's investor relations website (<https://ri.fraslemobility.com/>) and on the CVM (<https://cvm.gov.br>) and B3 (<https://b3.com.br>) websites.

This Material Fact is for informational purposes only, pursuant to applicable regulation, and does not constitute, and should not be interpreted as, any offer or solicitation for the sale of the Debentures.

The Company will keep its shareholders and the market in general informed of any new material developments related to this matter.

Caxias do Sul, October 9th, 2025.

Hemerson Fernando de Souza

Investor Relations Officer